

Hearing Date and Time: June 26, 2007 at 10:00 a.m.
Response Date and Time: June 19, 2007 at 4:00 p.m.

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Attorneys for Johnson Controls, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Chapter 11
	:	
Debtors.	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
	:	
-----X		

RESPONSE OF JOHNSON CONTROLS, INC. (CLAIM NUMBER 15515)
TO DEBTOR'S FOURTEENTH OMNIBUS OBJECTION (PROCEDURAL)
PURSUANT TO 11 U.S.C. §502(b) AND FED. R. BANKR. P. 3007 TO
CERTAIN(A) DUPLICATE OR AMENDED CLAIMS AND (B) PROTECTIVE CLAIMS

Johnson Controls, Inc., ("JCI") responds to the objection of Delphi Corporation and its debtor affiliates (collectively, the "Debtors") concerning claim number 15515 that JCI filed against Delphi Technologies, Inc. as follows:

1. Claim number 15515 is based upon potential breaches of contract arising under a certain Sale, Purchase and Transfer Agreement of Certain Battery Assets and an Interim Trademark License Agreement in effect between JCI's Battery Group and Delphi Technologies, Inc.

2. The Debtors have objected to claim number 15515 as a so-called "Protective Claim" which they contend is premature unless and until the Debtors reject the underlying agreements under Section 365 of the Bankruptcy Code. The Debtors contend that since they have not yet so rejected the underlying agreements, JCI's claim number 15515 should be disallowed and expunged.

3. Although JCI acknowledges that rejection of the underlying agreements would give rise to one or more claims against the Debtors, there are other ways that the Debtors could breach and may have breached such agreements. Those breaches would presumably give rise to claims by JCI.

4. JCI reserves the right to amend claim number 15515 to provide the details of any such contractual breaches by the Debtors.

5. In the circumstances, the objection to claim number 15515 should be overruled. The person authorized to reconcile and resolve this objection is Stephen T. Bobo, Reed Smith Sachnoff & Weaver, 10 South Wacker Drive, 40th Floor, Chicago, Illinois 60606, 312-207-6480.

Dated: June 19, 2007

RESPECTFULLY SUBMITTED

Johnson Controls, Inc.

By: /s/ Elena Lazarou
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